

March 30, 2012



Mr. Jeffrey Derouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602

RECEIVED

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PUBLIC SERVICE
COMMISSION

Mark David Goss
Member
859.244.3232
mgoss@fbtlaw.com

Re: Amendment to Special Wholesale Industrial Power Agreement dated September 28, 2000 by and between East Kentucky Power Cooperative, Inc. and Fleming-Mason Energy Cooperative

Dear Mr. Derouen:

Pursuant to the requirements set forth in KRS Sections 278.160(1) and 278.180(1), please find enclosed for filing with the Public Service Commission ("Commission") an original and six copies of Amendment No. 2 to the Special Wholesale Industrial Power Agreement dated September 28, 2000 by and between East Kentucky Power Cooperative, Inc. ("EKPC") and Fleming-Mason Energy Cooperative ("Fleming-Mason.")

Paragraph 2a requires a change as it states that on-peak pricing for the Tennessee Gas Pipeline Company ("TGP") will be based on pricing at the Cinergy Hub. Please note that TGP is a member of Fleming-Mason. On January 1, 2012, the Cinergy Hub was replaced with the Indiana Hub. The Midwest Independent Transmission System Operator ("MISO") made the change because a portion of the area within the existing Cinergy Hub in MISO became a part of the PJM Interconnection when Duke Energy Ohio and Duke Energy Kentucky moved from MISO to PJM effective January 1, 2012. MISO defined the new Indiana Hub so the pricing would be as similar as possible to the Cinergy Hub.

The Duke Energy Kentucky move from MISO to PJM on January 1, 2012 removed EKPC's tie with MISO; EKPC is now tied directly to PJM through its interconnection with Duke Energy Kentucky and it is appropriate to match TGP's pricing to a location to which EKPC is interconnected. This contract amendment changes the on-peak pricing to a hub (AEP-Dayton Hub) within the PJM territory and changes the publication source for the AEP-Dayton Hub Index to Platts Megawatt Daily from Power Markets Week Daily Price Report which was the publication source used to provide Cinergy Hub pricing.

EKPC requests that this contract amendment be effective for service rendered on and after May 1, 2012. Until May 1, EKPC will price the on-peak portion of the TGP contract based on the Indiana Hub.

Should you have any questions, please contact me.

Very truly yours,

Mark David Goss

Enclosures